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and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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	:	
In re	:	Chapter 11 Case No.
	:	
GENERAL MOTORS CORP., et al.,	:	09-50026 (REG)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----X		

**AMENDED AND RESTATED CORPORATE OWNERSHIP
STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1)
AND LOCAL RULE OF BANKRUPTCY PROCEDURE 1007-3**

Pursuant to Rule 1007(a)(1) of the Federal Rules of Bankruptcy Procedure and Rule 1007-3 of the Local Rules for the United States Bankruptcy Court for the Southern District of New York, Chevrolet-Saturn of Harlem, Inc. (“**Chevrolet-Saturn**”), General Motors Corporation (“**GM**”), Saturn, LLC (“**Saturn**”), and Saturn Distribution Corporation (“**Saturn Distribution**”), as debtors and debtors in possession, respectfully represent as follows:¹

1. 100% of Chevrolet-Saturn’s equity is directly owned by GM.
2. No corporation directly or indirectly owns 10% or more of GM’s equity.
3. 100% of Saturn’s membership interests is directly owned by GM.

¹ This Amended and Restated Corporate Ownership Statement supersedes the one filed on June 1, 2009.

4. 100% of Saturn Distribution's equity is directly owned by Saturn and indirectly owned by GM.
5. Neither Chevrolet-Saturn, GM, Saturn, nor Saturn Distribution directly or indirectly owns 10% or more of any class of equity of a corporation whose securities are publicly traded.
6. Neither Chevrolet-Saturn, Saturn, nor Saturn Distribution directly or indirectly owns an interest in any joint venture or partnership.
7. GM directly or indirectly owns an ownership interest in various joint ventures and/or partnerships including, but not limited to, the following:
 1. 3183795 Nova Scotia ULC
 2. Advantage Chevrolet of Bolingbrook, Inc.
 3. Aerovironment, Inc.
 4. Al Mansour Automotive SAE
 5. Angleton Auto Center, Inc.
 6. Athens Chevrolet, Inc.
 7. Automotive Air Charter, Inc.
 8. Automotive Composites Consortium
 9. Aviation Spectrum Resources Holdings Inc.
 10. Beck & Masten Gulf Freeway
 11. Britain Chevrolet, Inc.
 12. Broome Oldsmobile, Inc.
 13. Buick Pontiac GMC of Moosic, Inc.
 14. Cable-Dahmer Chevrolet, Inc.
 15. California Automotive Retailing Group, Inc.
 16. Carus Grundstucks – Mbh & Co. Object Kuno 65 Kg
Vermietungsgesellschaft
 17. Carus Grundstucks – Vermietungsgesellschaft Mbh & Co. Object Leo 40
Kg
 18. Carus Leo
 19. Caterpillar Logistics LLC
 20. Champion Buick Pontiac GMC, Inc.
 21. Chevrolet of Novato, Inc.
 22. Clear Lake Automotive Group, Inc.
 23. Coach Insignia LLC
 24. Colchester Chevrolet Inc.
 25. Coskata Inc.
 26. Cunningham Motor Co.

27. Curt Warner Chevrolet, Inc.
28. Danny Beck Chevrolet, Inc.
29. DDH Investment North Texas
30. Desert Sun Motors Chevrolet-Oldsmobile-Cadillac, Inc.
31. Dinuba Auto Center, Inc.
32. DMAX Ltd.
33. Elasto S.A.
34. Electric Scientific, Inc.
35. Electrical Wiring Component Applications Partnership
36. EMWE B.V.
37. ESPACE 328 S.A.R.L.
38. Exton Motors, Inc.
39. Fiat-GM Powertrain Polska Sp Z O.O.
40. Florence Buick - GMC, Inc.
41. Florence Chevrolet Inc.
42. Franklin Buick - Pontiac - GMC Inc.
43. Fredericktown Chevrolet Co., Inc.
44. Freeborough Automotive, Inc.
45. Friendly Motors, Inc.
46. GEMA Automotive, Inc.
47. Genasys L.L.C.
48. General Motors Colmotores S.A.
49. General Motors East Africa Limited
50. General Motors Egypt S.A.E.
51. General Motors Isuzu Commercial Truck, LLC
52. General Motors Malaysia
53. General Motors Nigeria Ltd.
54. General Sales Company of West Chester, Inc.
55. Gilroy Chevrolet Cadillac, Inc.
56. Giner Electrochemical Systems, LLC
57. GM Argentina
58. GM Automotive UK
59. GM Daewoo Auto & Technology Company
60. GM do Brazil
61. GM GEFS L.P.
62. GM India
63. GM Limited
64. GM Uzbekistan
65. GMAC LLC
66. GMAPH
67. GM-Avtovaz
68. GMI Diesel Engineering Limited
69. GM-Isuzu Camiones Colombia
70. GM-Isuzu Camiones Ecuador
71. Golden State Motors, LLC
72. Grayson Motors of Texas, Inc.

73. Hawaii Automotive Retailing Group, Inc.
74. Henderson Chevrolet, Inc.
75. Herouville Motors S.A.R.L.
76. Hicom Chevrolet Sdn Bhd
77. HRL Laboratories LLC
78. Integrity Saturn of Chattanooga, Inc.
79. Ispol-Img Holdings B.V.
80. Isuzu Truck South Africa (Pty) Limited
81. JKARS, Inc.
82. Joe Giacomini Chevrolet, Inc.
83. Joe Morgan Chevrolet Cadillac, Inc.
84. Ken Behlmann Automotive Services, Inc.
85. Lankford Buick – Pontiac – GMC, Inc.
86. Las Cruces Automotive Group, Inc.
87. Lcv Platform Engineering Corp.
88. Little Rock Automotive Group (Gwatney PBG)
89. Lou Sobh Cerritos Saturn, Inc.
90. Lou Sobh Saturn, Inc. (Saturn of Schaumburg)
91. Low Emission Paint Consortium
92. Mac International Fzco
93. Mack Johnson Automotive, Inc.
94. Mangino Chevrolet, Inc.
95. Martin Saturn of Ontario, Inc.
96. Mascoma Corp.
97. Metal Casting Technology, Inc.
98. Metro Saab, Inc.
99. Midas Group (Proprietary) Limited
100. Milton Chevrolet, Inc.
101. Moran Cadillac GMC, Inc.
102. Morris Pontiac - GMC Inc.
103. Muncie Chevrolet - Cadillac Inc.
104. New Cure, Inc.
105. New United Motor Manufacturing Inc.
106. Niversal Motors Israel Ltd.
107. NJDOI/GMAM Core Plus Real Estate Investment Program, L.P.
108. NJDOI/GMAM High Grade Partners II, L.P.
109. NJDOI/GMAM Opportunistic Real Estate Investment Program, L.P.
110. Oakland Automotive Ctr. Inc.
111. Occupational Safety Research Partnership
112. OEConnection LLC
113. OEConnection Manager Corp.
114. Omnibus Bb Transportes S.A.
115. P.T. GM Indonesia
116. Pan Asia Technical Automotive Center Company
117. PDES, Inc.
118. Peninsula Pontiac GMC Buick, Inc.

119. Plan Automotor Ecuatoriano S.A. Planautomotor
120. Poughkeepsie Chevrolet, Inc.
121. Prestige Saturn of Jacksonville, Inc.
122. Prostep GMBH
123. Quantum Fuel Systems Technologies Worldwide, Inc.
124. Rancho Mirada Chevrolet, Inc.
125. Ranstad Worknet GMBH
126. Renton Cadillac Pontiac GMC, Inc.
127. Robotic Vision Systems, Inc.
128. Ruedas De Aluminio C.A.
129. Saic GM Wuling Automobile Ltd
130. Salas Automotive Group, Inc.
131. San Patricio Automotive Group, Inc.
132. Saturn of Central Florida, Inc.
133. Saturn of Charlotte Market Area, Inc.
134. Saturn of Connecticut, Inc.
135. Saturn of Raleigh Market Area, Inc.
136. Saturn of Salt Lake, Inc.
137. Saturn of Wilkes Barre, Inc.
138. Shanghai General Motors Corporation
139. Shanghai GM
140. Shanghai GM (Shenyang) Norsom Motors Co. Ltd.
141. Shanghai GM Dongyue Motors Co. Ltd.
142. Shanghai GM Dongyue Powertrain
143. Simpsonville Chevrolet, Inc.
144. Slaughter Motor Company, Inc.
145. Smokey Point Buick Pontiac GMC, Inc.
146. Supercomputer Automotive Applications Partnership
147. Taft Automotive, Inc.
148. Todd Wenzel Chevrolet, Inc.
149. Tracy Pontiac GMC Cadillac, Inc.
150. Trimarco Pontiac Buick – GMC, Inc.
151. Tyler Motor Company, Inc.
152. United Online, Inc.
153. United States Automotive Materials Partnership
154. US Advanced Battery Consortium
155. Vanover Chevrolet, Inc.
156. Vm Holdings B.V.
157. West Haverstraw Chevrolet, Inc.
158. Westborough Buick–Pontiac–GMC, Inc.
159. Woody Folsom Automotive, Inc.
160. XM Satellite Radio Holdings, Inc.
161. Yulon General Motors Co.

Dated: New York, New York
June ___, 2009

General Motors Corporation
(for itself and on behalf of Chevrolet-Saturn of Harlem, Inc.,
Saturn, LLC, and Saturn Distribution Corporation)

/s/ Walter Borst

Name: Walter Borst

Title: Treasurer